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*Proposed Counsel for Debtors and  
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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

In re:  
Powin, LLC, *et al.*,<sup>1</sup>  
Debtors.

Chapter 11  
Case No. 25-16137 (MBK)  
(Jointly Administered)

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504], (iii) PEOS Holdings, LLC [5476], (iv) Powin China Holdings 1, LLC [1422], (v) Powin China Holdings 2, LLC [9713], (vi) Charger Holdings, LLC [15241], (vii) Powin Energy Ontario Storage, LLC [8348], (viii) Powin Energy Operating Holdings, LLC [2495], (ix) Powin Energy Operating, LLC [6487] (x) Powin Energy Storage 2, Inc. [9926]; (xi) Powin Energy Ontario Storage II LP [5787]; and (xii) Powin Canada B.C. Ltd. [2239]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

**SUPPLEMENT TO EXPEDITED MOTION OF THE DEBTORS FOR  
ENTRY OF AN ORDER (I) AUTHORIZING AND APPROVING  
SETTLEMENT AND RELEASE AGREEMENT; AND (II) GRANTING RELATED RELIEF**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Powin, LLC (“Powin”) and the affiliated debtors and debtors in possession (collectively, the “Debtors”), in the above-referenced chapter 11 cases (the “Chapter 11 Cases”) hereby supplement (the “Supplement”) the previously filed *Expedited Motion of the Debtors for Entry of an Order (I) Authorizing and Approving Settlement and Release Agreement; and (II) Granting Related Relief* [Docket No. 191] (the “Motion”)<sup>2</sup> as set forth below.

In support of the Supplement, the Debtors submit the *Declaration of Gerard Uzzi in Support of Supplement to Debtors’ Motion to Approve Settlement and Release Agreement* attached hereto (the “Supplemental Declaration”), the contents of which are incorporated herein by reference, and respectfully state as follows:

**SUPPLEMENT**

1. As set forth in the Motion, the Settlement Agreement, among other things, provides for the immediate infusion of much needed cash into the estates. However, as set forth in section 1(s) of the Settlement Agreement, as a condition precedent to the Debtors receiving the contemplated cash payment, the Debtors are required to deliver to the Project Group certain test reports from the Testing Houses identified on Exhibit E-3 to the Settlement Agreement.

2. Since filing the Motion, the Debtors have learned that two of these Testing Houses that are foreign entities (the “Foreign Testing Houses”) are refusing to release the required test reports until their prepetition claims are paid in full, such prepetition claims totaling approximately \$8,900 and \$245,000, respectively (together, the “Prepetition Amounts”). The Foreign Testing Houses are foreign entities, with little contacts with the United States, and therefore beyond the effective reach of enforcement of the automatic stay, particularly within a time period sufficient to satisfy the Milestones under the Settlement Agreement.

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

3. By this Supplement, the Debtors provide notice that they intend to pay the Prepetition Amounts to the Foreign Testing Houses in order to effectuate the Settlement Agreement and receive the much needed cash infusion provided thereunder for the benefit of their estates. The Testing Reports are also independently essential to the Debtors' ordinary course operations and are necessary to provide support services for all customers, not just those covered by the Settlement Agreement, and therefore represent a potentially separately monetizable asset for the Debtors' estates. Accordingly, payment of the Prepetition Amounts benefits the Debtors by enabling them to consummate the Settlement Agreement and, equally important, by securing critical data and testing information important to the broader customer base.

4. The Debtors submit that payment of the Prepetition Amounts is already contemplated by paragraph 8 of the Order, authorizing the Debtors to "take any action necessary to implement the terms of th[e] Order . . . without further order from [the] Court." However, out of an abundance of caution, and in the interest of full disclosure, the Debtors hereby supplement the Motion in order to disclose their intent to pay the Prepetition Amounts to the Foreign Testing Houses upon approval of the Motion and entry of the Order as required under, and as a condition precedent to the effectiveness of, the Settlement Agreement.

*[Remainder left intentionally blank]*

Dated: July 4, 2025

**DENTONS US LLP**

/s/ Lauren Macksoud

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